



**Call for Nomination for Appointment to the Executive Board of Directors of the
Australian Medical Association (SA) ABN 91 028 693 268**

AMA(SA) is seeking expressions of interest from eligible members to be considered for appointment to the Executive Board of AMA(SA)('The Board').

Selection is through a merit-based competitive process based on capacity to contribute to the corporate governance and direction of the Association.

The Board consists of seven (7) members in total once fully constituted.

There exists a single vacancy on the Executive Board for which nominations are sought at this time.

Eligibility for the vacant Board position is open to current financial members of the Australian Medical Association of South Australia. The term of office shall be two years with the opportunity for another two terms.

Persons wishing to be considered are required to submit an expression of interest marked "Confidential" to the Returning Officer / Chief Executive Mr Joe Hooper.

Applicants must make a statement against each of the selection criteria. Failure to satisfy the selection criteria or provide an incomplete submission will result in an unsuccessful outcome.

Applicants successful in meeting all requirements will be contacted for interview by the selection panel. The successful applicant will then be notified in writing.

The determination of the AMA(SA) shall be final, strictly confidential and no discussion will be entertained on the outcome.

A copy of the position description is attached for reference.

Checklist:

- Application letter
- Curriculum vitae not exceeding two A4 pages in length
- Completed statement against the selection criteria (Skills, Qualities & Experience not exceeding two A4 pages in length)

Completed nominations should be emailed to: joe@amasa.org.au; mailed to PO Box 134, North Adelaide SA 5006 or via fax (08) 8267 5349 (please mark your name clearly on each faxed page).

Applications close at 5:00pm ACST on Friday, 19 January 2018.

Mr Joe Hooper

Chief Executive and Public Officer
Company Secretary and Chief Executive
By Order of the AMA(SA) Council



Information pack for nomination to the Executive Board

Thank you for expressing interest in nominating for the Executive Board of AMA(SA). This pack is designed to be for background purposes.

Background

Following the corporate governance reforms passed by the AMA(SA) in August 2012, the AMA(SA) formed an Executive Board to oversee the governance of the Association. Policy and non-governance matters remain the function and responsibility of AMA(SA) Council.

The Board Selection Committee is charged with nominating individuals to the AMA(SA) Council for appointment to the Executive Board in accordance with the Constitution and By Laws of the Association .

All Board Members (excluding the President) are eligible for reappointment for up to 3 limited terms of 2 years.

Process

Eligibility

The Association Rules require that five members of the executive Board shall be members of the Association. The remaining two positions are to be filled by persons with the required skills and experience as determined by the Board and the Association. These positions may be filled by either members or non-members.

The Selection Committee will recommend appointment to AMA(SA) Council and nominations are sought from those medical practitioners who hold membership of the Australian Medical Association (SA)

When submitting your application, we recommend scanning to PDF prior to sending or submitting via facsimile with your name clearly marked in the header of each page.

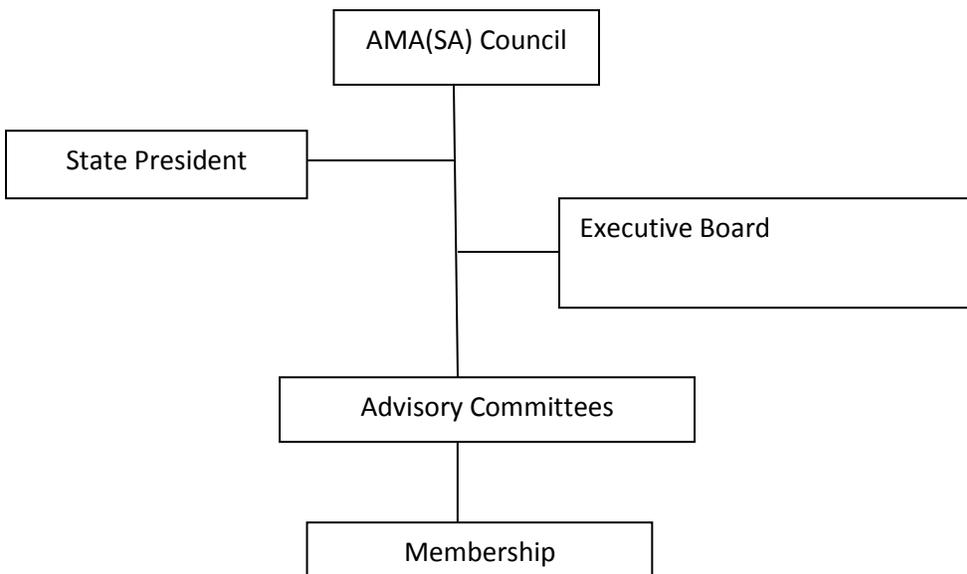


BACKGROUND TO GOVERNANCE FRAMEWORK

We believe that good governance provides the foundation for high performance. It strengthens the profession's confidence in an entity and helps ensure brand reputation is maintained and enhanced. Good governance involves the efficient and effective use of resources and the capacity of the organisation to plan strategically in a proactive and reactive manner.

Our governance model is predicated on the oversight of Council ultimately determining the most appropriate composition of the Executive Board in response to clearly articulated competency requirements. This involves the nomination model of a Selection Committee performing the primary function as a nominations committee for the Executive Board. Applications are encouraged from the broad membership set against the requirements articulated by the Selection Committee. This enables direct member engagement in the Executive Board and governance of the Association.

Diagram of governance model





The Executive Board comprises seven (7) members; Five (5) of whom are appointed by the Council for a term of two years and two (2) are appointed directly by the Council on a two year term. The Council appointed directors (medical) should be capable of holding the position of Federal Council President.

As an Executive Board Member, you have statutory responsibilities as contained in the Associations Act and associated regulations. These responsibilities are broadly known as fiduciary obligations and are reflected in the Association's guidance to conduct.

It is expected that Executive Board Members will fulfil two central roles:

1. A corporate strategy role - setting the overall corporate and financial direction of the Association; and
2. A stewardship role - ensuring the Association's activities reflect the values of the Association and that the Association is complying with statutory obligations.

Executive Board members do not participate in day-to-day management or operations; that is the role of the Chief Executive (CE). The ongoing interface between the operations and the Executive Board is vested in the relationship between the President and the CE.

The CE

is appointed by the Council; remuneration and benefits determined by the Executive Board, principally in negotiation with the President.

It is not permitted, as policy of the Executive Board and to enable transparent communication, for Executive Board Members to directly contact Association staff without the knowledge of the CE. All contact with staff (if absolutely necessary) should be channelled through the President to the CE.

The Executive Board is responsible for ensuring independent review mechanisms are in place to guide the Executive Board on the scope of financial management, risk management and audit procedures, regulatory responsibilities, dealing with reappointments, applications of new members, poor performance of members, and resolving disputes between Executive Board Members.

It is expected that each Board member will participate in at least one Board committee as necessary. The President is an ex-officio member of all committees.

Executive Board Schedule

To be determined by the Board.

Following each Executive Board meeting, the CE will, as soon as practicable, circulate to Executive Board members a short paper noting the key outcomes from the Executive Board meeting. This is to facilitate streamlined communications.

On average, the Executive Board's time commitments amounts to 1-2 days per month inclusive of Executive Board meetings, travel, reading, representation etc. (President excluded).



ROLES AND DUTIES OF A MEMBER OF THE EXECUTIVE BOARD

1. Strategy

1.1 Set the broad strategy to ensure the Association meets its objectives of:

- being recognised as the peak body for the medical profession
- actively promoting the Association to grow membership and revenues
- continually enhancing our influence on government, medical and social policy where it has an impact on the profession or the general community, the profession, public opinion in matters of health and social wellbeing.
- ensuring the Association utilises its assets to the benefit of the profession and the growth and development of the Association.

1.2 prepare and approve the strategic plans related to the corporate responsibilities of the association, annual reports, financial reports, audit activities

1.3 approve decisions related to strategic initiatives such as commercial ventures, asset management, governance reforms, mergers and acquisitions

1.4 approve the annual budget.

2. Governance

2.1 monitor the effectiveness and performance of the Chief executive

2.2 monitor the effectiveness of the governance framework

2.3 establish and review policies on a scheduled basis

2.4 foster a culture and values in accordance with being a responsible corporate citizen

2.5 apply and adhere to the AMA(SA) Code of Conduct.

3. Risk Management

3.1 maintain integration of a risk management framework into the entity's strategic planning processes

3.2 monitor and review the effectiveness and currency of internal financial and operational risk management, compliance and reporting systems

3.3 ensure the Association meets statutory responsibilities.



KEY SKILLS, QUALITIES AND EXPERIENCE

Individual Executive Board members hold the key to the overall effectiveness of the Executive Board. This applies to the capacity of the Executive Board to deliver the required output and whether it operates in an ethical and appropriate way.

Executive Board members need to have the right skills and qualities to carry out their roles. The specific skill set required of the Executive Board are ultimately up to the State Council to monitor and influence as required. This may include seeking expressions of interests from certain segments of the membership to fill positions on the Executive Board to ensure breadth of knowledge, skills and capacity is provided to the Board. The key point is that the Council will be required to ensure the Executive Board is equipped with the appropriate diversity to govern the organisation, to plan strategically and to execute the agreed strategy.

The Council, in consultation with the Executive Board, will review the skill set and qualities required as necessary in line with the Executive Board recommendation.

(Please make a statement against each of these three key areas - note: dot points are examples only).

Key Skills

- strong understanding of financial statements and able to critique reports
- strategic thinking
- governance
- broad knowledge of the issues relevant to the medical profession would be an advantage
- strong communication skills
- clear understanding of the difference between strategy and operations

Key Qualities

- integrity and standing in the community
- demonstrated honesty
- tolerance of different views

Key Experience

- working on a Board of a professional association/college, private company or similar organisation
- networking and dealing with stakeholders
- experience in the not for profit sector
- experience in a membership organisation is desirable
- performing at high levels in relevant fields of expertise
- Experience in the public and private health sector.